

Company Number 05439709

THE COMPANIES ACT 1985 AND 1989

PRIVATE COMPANY LIMITED BY SHARES

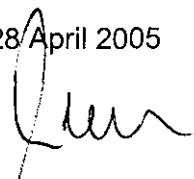
RESOLUTIONS IN WRITING OF THE SOLE MEMBER OF

HALVERTON SECRETARIES LIMITED

We the undersigned being the sole member of the above named Company entitled at the date of the resolutions to receive notice of and to attend and vote at, general meetings of the Company, in terms of the power available to us HEREBY PASS the following resolutions as ELECTIVE RESOLUTIONS and agree that the said resolutions shall, pursuant to Section 381(A)(1) of the Companies Act 1985, for all purposes be as valid and effective as if the same had been passed by us at a general meeting of the Company duly convened and held:

1. THAT pursuant to Section 252 of the Companies Act 1985 the Company hereby elects to dispense with the laying of accounts and reports before the Company in general meeting.
2. THAT pursuant to Section 366A of the Companies Act 1985 the company hereby elects to dispense with the holding of annual general meetings in 2006 and subsequent years until this election is revoked.
3. THAT pursuant to Section 386 of the Companies Act 1985 the Company hereby elects to dispense with the obligation to appoint auditors annually.

Dated 28 April 2005



For and on behalf of
haysmacintyre Company Directors Limited



Presenter:
haysmacintyre
Fairfax House
15 Fulwood Place
London WC1V 6AY